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**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Richmond Division**

In re	Case No. 08-35653 (KRH)
Circuit City Stores, Inc., <i>et al.</i> ,	Chapter 11
Debtors.	Jointly Administered

**MOTION PURSUANT TO LOCAL BANKRUPTCY RULE 2090-1(G)
TO WITHDRAW AS COUNSEL FOR THQ, INC.**

Pursuant to Local Bankruptcy Rule 2090-1(G), Covington & Burling LLP (“Covington”), hereby requests that the Court enter an order permitting Covington and Michael St. Patrick Baxter, Dennis Auerbach, and Joshua D. McKarcher to withdraw as co-counsel to THQ, Inc. (“THQ”).

1. On November 4, 2009, Covington and Messrs. Baxter, Auerbach, and McKarcher filed a notice of appearance in this case as co-counsel for THQ. ECF No. 5469.
2. THQ has since resolved its issues with the Debtors and requested that Covington discontinue representing it with respect to this case.

3. Cause exists to authorize Covington and Messrs. Baxter, Auerbach, and McKarcher to withdraw as counsel for THQ in this case. THQ and counsel for both the Debtors and the Trustee of the Circuit City Stores, Inc. Liquidating Trust will be provided notice of this motion.

WHEREFORE, Covington and Messrs. Baxter, Auerbach, and McKarcher request that this Court enter an Order, substantially in the form attached hereto, granting this Motion and withdrawing their appearance on behalf of THQ.

Dated: November 30, 2012

/s/ Joshua D. McKarcher
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CERTIFICATE OF SERVICE

I hereby certify that a true and exact copy of the foregoing *Motion Pursuant to Local Bankruptcy Rule 2090-1(G) to Withdraw as Counsel for THQ, Inc.* was served on November 30, 2012 (a) on THQ, Inc. via electronic mail and first-class mail at the address below, (b) on counsel for the Debtors via electronic mail at circuitcityservice@mcguirewoods.com, and (c) on counsel for the Trustee of the Circuit City Stores, Inc. Liquidating Trust via electronic mail at ltavenner@tb-lawfirm.com and pberan@tb-lawfirm.com, and (d) through the ECF system, which in turn will generate an electronic notice of filing to all parties registered to receive electronic notice in this case.

Sheryl Kinlaw
THQ, Inc.
29903 Agoura Road
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Dated: November 30, 2012

/s/ Joshua D. McKarcher
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